

REGISTRATION NO. 6481-13
1987 2-1 C PM
FEDERAL COMMERCE COMMISSION
The Kansas City Southern Railway Company
Louisiana & Arkansas Railway Company

301 West 11th Street, Kansas City, Missouri 64105

March 31, 1987

ROBERT C. ZIMMERMAN
Senior Vice President - Law

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

APR 7 1987
Date
10:00
ICC Washington, D.C.

Re: Release of equipment covered by Conditional
Sale Agreement dated as of January 1, 1972,
between General Motors Corporation (Electro-
Motive Division) and The Kansas City Southern
Railway Company

Dear Ms. McGee:

Pursuant to 49 U.S.C. 11303 and to the Commission's Rules and Regulations thereunder, as amended, The Kansas City Southern Railway Company transmits herewith five completely executed counterparts of a Bill of Sale and Release of ten (10) road and ten (10) switch locomotives covered by the above Conditional Sale Agreement and Assignment (said Assignment being to Chemical Bank) and requests the filing and recording of said Bill of Sale and Release with the Interstate Commerce Commission. The original Conditional Sale Agreement and Assignment were recorded on February 1, 1972, and assigned No. 6481 and a Statement of Substituted Numbers and Consent Thereto was recorded September 4, 1975, and assigned No. 6481-A.

In accordance with section 1116.4 of Title 49 of the Code of Federal Regulations, the following information is submitted:

(1) The names and addresses of the parties to the Conditional Sale Agreement and Assignment are as follows:

Manufacturer: GENERAL MOTORS CORPORATION
(Electro-Motive Division)
LaGrange, Illinois 60525

Purchaser: The Kansas City Southern Railway Company
114 West 11th Street
Kansas City, Missouri 64105

(2) The names and addresses of the parties to the Assignment are as follows:

Manufacturer: GENERAL MOTORS CORPORATION
(Electro-Motive Division)
LaGrange, Illinois 60525

Assignee: Chemical Bank
55 Water Street
New York, New York 10041

(3) The equipment covered by the Bill of Sale and Release consists of the following:

<u>Type</u>	<u>Quantity</u>	<u>Railroad Road Nos.</u>
SD 40-2 3,000 H.P. Road Locomotives	10	637 to 646 (Both inclusive)
SW 1,500 H.P. Switch Locomotives	10	4352 to 4361 (Both inclusive)

There is also enclosed a voucher of The Kansas City Southern Railway Company in the amount of \$10.00 in payment of the required recordation fee. The name of the person to whom five copies of the enclosed Bill of Sale and Release bearing Recordation stamp should be sent is as follows:

Robert E. Zimmerman, Esq.
Sr. Vice President-Law
The Kansas City Southern Railway Company
114 West 11th Street
Kansas City, MO 64105

I hereby certify that I have knowledge of the matters set forth herein.

Sincerely yours,



Robert E. Zimmerman

REZ:i
Enc.

Interstate Commerce Commission
Washington, D.C. 20423

4/9/87

OFFICE OF THE SECRETARY

Robert E. Zimmerman, Esq.
Sr. Vice President-Law
The Kansas City Southern Railway Co.
114 West 11th Street
Kansas City, MO. 64105

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/7/87 at 2:10pm, and assigned recordation number(s). 6481-B

Sincerely yours,

Norita R. McLee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO 6481-B Filed & Recorded

APR 7 1987 2-1 0 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

AND

RELEASE

From

CHEMICAL BANK

as Agent

of

EQUIPMENT COVERED BY

CONDITIONAL SALE AGREEMENT

DATED AS OF JANUARY 1, 1972

BETWEEN

GENERAL MOTORS CORPORATION
(Electro-Motive Division)

and

THE KANSAS CITY SOUTHERN RAILWAY COMPANY

BILL OF SALE

AND

RELEASE

KNOW ALL MEN BY THESE PRESENTS:

CHEMICAL BANK, as Agent, a New York Corporation (hereinafter called the Assignee), does hereby acknowledge and declare that:

(1) Pursuant to an Agreement and Assignment dated as of January 1, 1972, it is the Assignee for a valuable consideration of all and singular the right, title and interest of GENERAL MOTORS CORPORATION (Electro-Motive Division), a Delaware corporation (hereinafter called the Manufacturer), in, under and to a Conditional Sale Agreement dated as of January 1, 1972, by and between the Manufacturer and THE KANSAS CITY SOUTHERN RAILWAY COMPANY, a Missouri corporation (hereinafter called the Railroad), covering the construction, sale and delivery by the Manufacturer to the Railroad of the following railroad equipment:

10 SD 40-2 3,000 H.P. Road Locomotives, bearing Railroad Road Numbers 637 to 646, inclusive

10 SW 1,500 H.P. Switch Locomotives, bearing Railroad Road Numbers 1532 to 1541, inclusive

which Conditional Sale Agreement and Agreement and Assignment, pursuant to 49 U.S.C. 11303 were filed and recorded with the Interstate Commerce Commission on February 1, 1972. and assigned Recordation No. 6481, and a Statement of Substituted Numbers and Consent Thereto, dated August 1, 1975, recorded September 4, 1975, and assigned Recordation No. 6481-A, pursuant to which said Units of Equipment were renumbered as follows:

Original Numbers

New Numbers

1532	4352
1533	4353
1534	4354
1535	4355
1536	4356
1537	4357
1538	4358
1539	4359
1540	4360
1541	4361

(2) All and singular the terms and conditions of said Conditional Sale Agreement to be by the Railroad done, carried out, complied with, and performed, including payment of the purchase price of the above-described railroad equipment, with interest thereon, have been duly done, carried out, complied with and performed; and

(3) The Assignee hereby releases the above-described railroad equipment from liens and encumbrances created or retained in or by said Conditional Sale Agreement, or in said Agreement and Assignment.

The Assignee, in consideration of the sum of ONE DOLLAR (\$1.00) and other good and valuable consideration paid by the Railroad at or before the execution and delivery of these presents, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, transfer and set-over unto the Railroad, its successors and assigns, the above-described railroad equipment.

To have and to hold all and singular the above described railroad equipment to the Railroad, its successors and assigns, for its and their own

use and behoof forever.

IN WITNESS WHEREOF, the Assignee has caused this instrument to be executed by its undersigned officers, and its corporate seal to be hereunto affixed, duly attested, this 19TH day of MARCH, 1987.

CHEMICAL BANK

By R. Lorenzen
Its Trust Officer

ATTEST;

M. Steen
Its ASSISTANT SECRETARY

STATE OF NEW YORK]

SS.

COUNTY OF NEW YORK]

On this 19TH day of MARCH, 1987, before me personally appeared R. LORENZEN, to me personally known, who, being duly sworn, says that he is a Trust Officer of CHEMICAL BANK, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Russell J. McManamy
Notary Public

HUGH J. McMENEMY
Notary Public, State of New York
No. 24-4736804
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1987